

7102-I

RECORDATION NO. _____
AUG 31 1973 - 12:30 PM
INTERSTATE COMMERCE COMMISSION

AMENDMENT AGREEMENT dated as of August 15, 1973, between PULLMAN INCORPORATED (Pullman-Standard division), a Delaware corporation (hereinafter called the Manufacturer), and TRAILER TRAIN COMPANY, a Delaware corporation (hereinafter called the Company).

WHEREAS the Manufacturer and the Company have entered into a Manufacturing Agreement dated as of July 1, 1973, and an Amendment Agreement dated as of July 15, 1973 (such Manufacturing Agreement as so amended, being hereinafter called the Manufacturing Agreement), filed and recorded with the Interstate Commerce Commission pursuant to Section 20c of the Interstate Commerce Act on July 12, 1973 (recordation number 7102-A), and on July 27, 1973 (recordation number 7102-E), respectively; and

WHEREAS the parties hereto desire to amend the Manufacturing Agreement.

NOW, THEREFORE, in consideration of the mutual agreements herein contained, the parties hereto agree as follows:


1. Annex A to the Manufacturing Agreement is hereby amended so as to read in its entirety as set forth in Annex A hereto.
2. Except as amended hereby, the Manufacturing Agreement shall remain in full force and effect.

3. The Company will promptly cause this Amendment Agreement to be filed and recorded with the Interstate Commerce Commission in accordance with Section 20c of the Interstate Commerce Act.

IN WITNESS WHEREOF, the parties hereto have caused their names to be signed hereto by their respective officers thereunto duly authorized and their respective corporate seals, duly attested, to be hereunto affixed as of the day and year first above written.

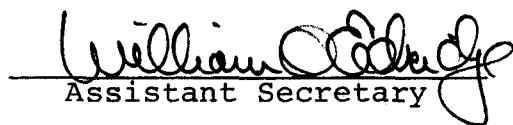
PULLMAN INCORPORATED
(Pullman-Standard division),

by


Vice President

[Corporate Seal]

Attest:


Assistant Secretary

TRAILER TRAIN COMPANY,

by


Vice President-Finance

[Corporate Seal]

Attest:


Assistant Secretary

STATE OF ILLINOIS,)
) ss.:
COUNTY OF COOK,)

On this 29th day of AUGUST 1973, before me personally appeared R.E. ROBINSON, to me personally known, who, being by me duly sworn, says that he is a Vice-President of PULLMAN INCORPORATED (Pullman-Standard division), that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Elizabeth Cameron
Notary Public

[NOTARIAL SEAL]

My Commission expires: May 1, 1975.

STATE OF ILLINOIS,)
) ss.:
COUNTY OF COOK,)

On this 30TH day of *August*, 1973, before me personally appeared N. V. Reichert, to me personally known, who, being by me duly sworn, says that he is the Vice President-Finance of TRAILER TRAIN COMPANY, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.



Notary Public

[NOTARIAL SEAL]

My Commission expires:

My Commission Expires 12-31-1974

ANNEX A

PULLMAN INCORPORATED (Manufacturer)
(Pullman-Standard division)

TRAILER TRAIN COMPANY (Company)

ITEM 1:

<u>Type</u>	<u>Quantity</u>	<u>Company's Car Numbers (Inclusive)</u>	<u>Unit Base Price</u>	<u>Month of Delivery</u>	<u>Specification</u>
89'4" 70-ton capacity standard-level, auto rack flat car.....	200	941344-941543	20,380.00	September- November, 1973	TTX
	104	941544-941647	20,652.00		
89'4" 70-ton capacity, standard flat car equipped with hitches...	400	253884-254283	21,570.00	September- November, 1973	TTX
89'4" 50-ton capacity, low level, auto rack flat car.....	8	802210-802217	20,194.00	July- November, 1973	TTX
	4	802218-802221	20,280.00		
	100	802222-802321	20,933.70		
	101	802322-802422	21,587.65		
	125	802423-802547	21,722.12		
	155	802548-802702	21,915.62		

ITEM 2:
December 31, 1973

ITEM 3:
December 13, 1973